

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 1994

**CERTIFICATION OF COUNSEL REGARDING ORDER APPROVING ASSUMPTION
AND ASSIGNMENT OF CHESTER LEASE**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certify as follows:

1. On January 2, 2025, the Court entered the *Order (I) Approving the Asset Purchase Agreement, (II) Authorizing and Approving the Sale of Certain of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests, Encumbrances, and Other Assumed Liabilities and Permitted Encumbrances, (III) Authorizing and Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [D.I. 1556] (the “**Sale Order**”),² pursuant to which, among other things, the Debtors sold substantially all of

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not defined herein are defined in the Sale Order.

their assets to Gordon Brothers Retail Partners, LLC (“**GBRP**”), including “Designation Rights” with respect to certain leasehold interests, including the Lease (as defined below).

2. In furtherance of the Designation Rights, GBRP notified the Debtors of its determination to designate the Lease on February 17, 2025. Pursuant to that notice, the Debtors filed the *Notice of Filing of Tenth Post-Closing Designation Notice* [D.I. 1994] (the “**Notice**”). Attached as Exhibit A to the Notice was the *Notice of Designation of Designated Asset* from Gordon Brothers Retail Partners, LLC (“**GBRP**”) that designated sixteen of the Debtors’ unexpired leases of nonresidential real property (the “**Leases**” on the “**Lease Schedule**”) for assumption by the Debtors and assignment to the identified purchasers,³ and identified the landlord associated with each Lease (collectively, the “**Landlords**”).

3. Safeway (“**Landlord**”), as landlord, and Big Lots Stores, LLC, as lessee, are parties to a lease for non-residential real property located at 24 Kent Town Market, Chester, MD 21619 (the “**Lease**”).

4. Pursuant to the Notice, objections to the assumption and assignment of the Leases were to be filed no later than March 3, 2025, at 4:00 p.m. (ET).

5. Prior to the objection deadline, the Debtors received informal comments from the Landlord objecting to the form of order and assignment of the Lease pursuant to the Notice.

6. The Debtors, GBRP, Ocean State Job Lot of MD2025, LLC (“**OSJL**”), and the Landlord have worked together on a mutually agreeable form of order approving the assumption and assignment of the Lease to OSJL (the “**Revised Proposed Order**”), attached hereto as **Exhibit 1**.

³ By store number, the sixteen designated Leases are as follows: 4765, 5333, 1997, 1996, 1958, 5439, 1528, 1195, 1775, 5249, 1883, 5205, 1956, 1973, 4669 and 5259.

7. A redline comparing the Revised Proposed Order to the proposed form of order filed with the Notice is attached as **Exhibit 2** hereto.

8. The Debtors, GBRP, OSJL and the Landlord have reviewed the Revised Proposed Order and have agreed to its entry.

WHEREFORE, the Debtors respectfully request that the Court enter the Revised Proposed Order at its earliest convenience.

Dated: May 29, 2025
Wilmington, Delaware

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